

The Honorable Karen Overstreet

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON

In re

CLI HOLDINGS, Inc. d/b/a ALYDIAN,
Debtor.

Ch. 11

Case No. 13-19746-KAO

**DECLARATION OF JOHN ZWICK IN
SUPPORT OF SOULE INVESTMENT'S
OBJECTION TO MOTION TO REJECT
EXECUTORY CONTRACTS**

I, John Zwick, make this declaration in support of Soule Investments, LLC's Objection to the Debtor's Motion to Reject Executory Contracts:

1. I am the Manager of Soule Investments, LLC ("Soule") and have personal knowledge of the facts stated herein.

2. Soule and Debtor are parties to the Bitcoin Services Agreement attached as Exhibit E to Debtors' Motion to Reject Executory Contracts filed November 15, 2013 (the "Soule Agreement").

3. Soule had performed all of its obligations under the Soule Agreement at the time of Debtor's bankruptcy filing. Soule's only obligation under the Soule Agreement was to pay certain fees to Debtor. Those fees were paid in full prior to the Debtor's bankruptcy filing. Soule had no unperformed obligations under the Soule Agreement at the time of filing.

DECLARATION OF JOHN ZWICK - (No. 13-19746) - 1
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I declare under penalty of perjury that the foregoing is true and correct.

Dated this 27th day of November, 2013.



John Zwick